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Andrew P Goldstein  
AGoldstein@mshpc.com  
Angela M Bish  
abish@mshpc.com

May 7, 2010

**Via Hand Delivery**

Hon. Anne K. Quinlan

Acting Secretary

Surface Transportation Board

395 E. Street, S.W.

Washington, D.C. 20423

RECORDATION NO. 19576-I FILED

MAY 07 '10 -3 3 2 PM

SURFACE TRANSPORTATION BOARD

**RE: Termination of Lease Schedule Documents for Recordation**

Dear Secretary Quinlan,

On behalf of Ag Processing, Inc., I submit for filing and recordation an original and one exact copy of the document(s) described below, to be recorded pursuant to 49 U.S.C. § 11301(a) and the regulations applicable thereunder.

This document is a Termination of Lease Schedule, a Secondary Document as defined in the Surface Transportation Board's Rules for the Recordation of Documents, dated May 3, 2010. The Primary document to which the enclosed Termination of Lease Schedule is connected is the Memorandum of Master Equipment Lease Agreement, relating to the Lease Schedule 32008-01, previously filed under Recordation No. 19576.

The names and addresses of the parties to the Termination of Lease Schedule are as follows:

Lessor: Banc of America Leasing & Capital, LLC,  
Successor- by-merger to Fleet Capital Corporation, f/k/a  
Fleet Credit Corporation  
One Financial Plaza  
Providence, R.I. 02901

Lessee: Ag Processing, Inc., a Cooperative  
12700 West Dodge Road  
P.O. Box 2047  
Omaha, N.E. 68103-2047

A description of the equipment covered by the Termination of Lease Schedule follows:

100 5127 C.F. Triple Covered Hopper Railcars  
Manufacturer Trinity Industries, Inc.  
With all standard and accessory equipment  
Rail Marks: AGPX95000-AGPX95099.

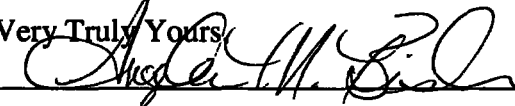
A filing fee of \$ 41.00 is enclosed.

Please return the original and any extra copies not needed by the Board for Recordation to:

Andrew P. Goldstein, Esq.  
Angela M. Bish, Esq.  
McCarthy, Sweeney & Harkaway, P.C.  
1825 K STREET, N.W.  
Suite 700  
WASHINGTON, D.C. 20006

A short summary of the Termination of Lease Schedule to appear in the index follows:

Termination of Lease Schedule to the Memorandum of Master Equipment Lease Agreement, relating to Lease Schedule 32008-01, recorded under Recordation No. 19576, dated May 3, 2010, and covering 100 Covered Hopper Railcars: AGPX95000-AGPX95099.

Very Truly Yours  
  
Andrew P. Goldstein  
Angela M. Bish  
McCarthy, Sweeney & Harkaway, P.C.  
1825 K STREET, N.W.  
Suite 700  
WASHINGTON, D.C. 20006


Attorneys for Ag Processing, Inc.

Enclosures.

**CERTIFICATION**

I, Angela M. Bish, a member of the Bar of the District of Columbia, under penalty of perjury, do hereby certify that I have compared the attached copy of the Termination of Lease Schedule with an executed original thereof and find the attached copy to be in all respects a true, correct and complete copy of the executed original.

IN WITNESS WHEREOF, I have hereto affixed my signature this 7<sup>th</sup> day of May, 2010.

A handwritten signature in black ink, appearing to read 'Angela M. Bish', written over a horizontal line.

Andrew P. Goldstein  
Angela M. Bish  
McCarthy, Sweeney & Harkaway, P.C.  
1825 K STREET, N.W.  
Suite 700  
WASHINGTON, D.C. 20006

**Attorneys for Ag Processing, Inc.**

MAY 07 '10 -3 3 2 P

**TERMINATION OF LEASE SCHEDULE No. 32008-01** dated  
as of May 3, 2010 by **Banc of America Leasing & Capital, LLC**  
successor-by-merger to Fleet Capital Corporation (the "Lessor").

SURFACE TRANSPORTATION BOARD

**WHEREAS**, Lessor and Ag Processing Inc a cooperative (the "Lessee") entered into that Certain Lease Schedule No. 32008-01 (the "Lease");

**WHEREAS**, Lessor and the Lessee entered into a Lease originally covering one-hundred (100) 5150 C.F. Covered Hopper Railcars as described on the attached Exhibit No. 1 (the "Equipment");

**IN WITNESS WHEREOF**, Lessor wishes to show for the public record that:

- 1) Equipment is released on or before the date hereof;
- 2) Any security interests of Lessor, in the above equipment

and accordingly, has caused this Termination of Lease to be executed by its officer thereunto duly authorized.

**BANC OF AMERICA LEASING &  
CAPITAL, LLC**

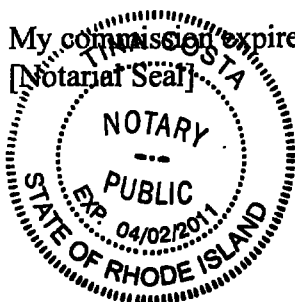
By. *Steven J. Beadling*  
Its: Assistant Vice President

STATE OF RHODE ISLAND )  
AND PROVIDENCE PLANTATIONS ) ss:  
COUNTY OF PROVIDENCE )

On this 3rd day of May, 2010 before me personally appeared Steven J. Beadling, to me personally known, who, being by me duly sworn, says that he is Assistant Vice President of Banc of America Leasing & Capital, LLC that the foregoing instrument was signed on behalf of said company by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

*Paula Costa*  
Notary Public

My commission expires: April 2, 2011  
[Notarial Seal]



QTY.	DESCRIPTION	MODEL NO.	RAIL MARKS
100	5150 Cubic Foot Covered Hopper Railcars Manufacturer - Thrall Industries		AGPX95000 AGPX95001 AGPX95002 AGPX95003 AGPX95004 AGPX95005 AGPX95006 AGPX95007 AGPX95008 AGPX95009 AGPX95010 AGPX95011 AGPX95012 AGPX95013 AGPX95014 AGPX95015 AGPX95016 AGPX95017 AGPX95018 AGPX95019 AGPX95020 AGPX95021 AGPX95022 AGPX95023 AGPX95024 AGPX95025 AGPX95026 AGPX95027 AGPX95028 AGPX95029 AGPX95030 AGPX95031 AGPX95032

QTY.	DESCRIPTION	MODEL NO.	RAIL MARKS
			AGPX95033
			AGPX95034
			AGPX95035
			AGPX95036
			AGPX95037
			AGPX95038
			AGPX95039
			AGPX95040
			AGPX95041
			AGPX95042
			AGPX95043
			AGPX95044
			AGPX95045
			AGPX95046
			AGPX95047
			AGPX95048
			AGPX95049
			AGPX95050
			AGPX95051
			AGPX95052
			AGPX95053
			AGPX95054
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			AGPX95056
			AGPX95057
			AGPX95058
			AGPX95059
			AGPX95060
			AGPX95061
			AGPX95062
			AGPX95063
			AGPX95064
			AGPX95065
			AGPX95066
			AGPX95067
			AGPX95068

QTY.	DESCRIPTION	MODEL NO.	RAIL MARKS
			AGPX95069
			AGPX95070
			AGPX95071
			AGPX95072
			AGPX95073
			AGPX95074
			AGPX95075
			AGPX95076
			AGPX95077
			AGPX95078
			AGPX95079
			AGPX95080
			AGPX95081
			AGPX95082
			AGPX95083
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			AGPX95094
			AGPX95095
			AGPX95096
			AGPX95097
			AGPX95098
			AGPX95099
	AND ALL STANDARD AND ACCESSORY EQUIPMENT		

0100752032

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
918 SIXTEENTH STREET, N.W.

SUITE 200  
WASHINGTON, D.C.

20006-2973

(202) 393-2266  
FAX (202) 393-2156

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

RECORDATION NO. 19576  
AUG 28 1995

INTERSTATE COMMERCE COMMISSION  
URBAN A. LESTER

August 28, 1995

RECORDATION NO. 19576  
AUG 28 1995 12 25 PM  
INTERSTATE COMMERCE COMMISSION

Mr. Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are four (4) copies of a Memorandum of Master Equipment Lease Agreement, a primary document; and four (4) copies of a Memorandum of Master Equipment Lease Agreement, a secondary document related thereto, both dated as of August 28, 1995.

The names and addresses of the parties to the enclosed documents are:

Lessor: Fleet Credit Corporation  
50 Kennedy Plaza, 5th Floor  
Providence, Rhode Island 02903

Lessee: AG Processing Inc A Cooperative  
12700 West Dodge Road  
Omaha, Nebraska 68103

RECEIVED  
OFFICE OF THE  
SECRETARY  
AUG 28 12 20 PM '95  
LICENSING BRANCH

A description of the railroad equipment covered by the enclosed documents is attached to the Memorandum as Schedule A and Schedule A-1.

Countersigned Betty J. Gorman



Mr. Vernon A. Williams  
August 28, 1995  
Page 2

Also enclosed is a check in the amount of \$42.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return stamped copies of the enclosed documents to the undersigned.

Very truly yours,

*Betty J. Grier*  
for Robert W. Alvord

RWA/bg  
Enclosures

RECORDATION NO. 19578 1425

AUG 28 1995 -12 25 PM

Filed and Recorded with the  
Interstate Commerce Commission

on \_\_\_\_\_  
at \_\_\_\_\_  
and given Recordation No. \_\_\_\_\_

MEMORANDUM OF MASTER EQUIPMENT LEASE AGREEMENT dated as of  
August 23, 1995 by and between Fleet Credit Corporation, a Rhode Island  
Corporation ("Lessor") and AG Processing Inc A Cooperative an Iowa  
Corporation ("Lessee"), as such agreement relates to Lease Schedule No.  
32008-01 thereof (together, the "Lease").

W I T N E S S E T H:

1. Pursuant to the Lease, Lessor has agreed to lease to Lessee,  
and the Lessee has agreed to lease from the Lessor, (100) 5150 Cubic  
Foot Covered Hopper Railcars bearing the Railroad Reporting Markings  
set forth on Schedule A attached hereto.

2. The Lease shall be effective as of the date set forth below and  
shall be subject to the Term, as defined in the Lease.

IN WITNESS WHEREOF, the Lessor and the Lessee have caused this  
Memorandum of Master Equipment Lease Agreement to be signed and sealed  
by their respective duly authorized signatories as of the date set  
forth below.

Dated as of: August 24, 1995

Lessor:

Fleet Credit Corporation

By: Lisa D. Wardle

Name: \_\_\_\_\_

LISA D. WARDLE

Title: \_\_\_\_\_

Assistant Vice President

Lessee:

AG Processing Inc A Cooperative

By: K.S. Grubbe

Name: \_\_\_\_\_

K.S. Grubbe

Title: \_\_\_\_\_

Chief Financial Officer &  
Group Vice President-Finance

STATE OF: Rhode Island

COUNTY OF: Providence

SS.

On August 24, 1995 before me, Sandra Bernauit  
(Notary Name and Title)

personally appeared Lisa D Wardle personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to within the instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature: Sandra Bernauit  
(Notarial Seal)

STATE OF: NEBRASKA

COUNTY OF: DOUGLAS

SS.

On August 25, 1995 before me, Catherine Tickle  
(Notary Name and Title)

personally appeared K.S. Grubbe personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to within the instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature:

Catherine R. Tickle

(Notarial Seal)



**FLEET CREDIT CORPORATION**

**Schedule A-1  
Equipment Location**

Attached to and made part of the following documents: True Lease Schedule  
No. 32008-01, Acceptance Certificate and UCC-1 Financing Statements

with: AG Processing Inc A Cooperative

LOC.	EQUIPMENT CURRENTLY LOCATED AT:
01	<u>X Port Neal Industrial Area</u> <u>X P.O. Box 200</u> <u>X Sergeant Bluff, IA 51054-200</u>

**FLEET CREDIT CORPORATION**

**AG PROCESSING INC A COOPERATIVE**

BY: \_\_\_\_\_

BY: X 

NAME: \_\_\_\_\_

NAME: X K.S. Grubbe

TITLE: \_\_\_\_\_

TITLE: X Chief Financial Officer &  
Group Vice President-Finance

Attached to and made part of the following documents: True Lease Schedule  
No. 32008-01, Acceptance Certificate and UCC-1 Financing Statements

with: AG Processing Inc A Cooperative

QTY.	DESCRIPTION and DEPRECIABLE LIFE	MODEL NO.	RAIL MARKS
	Depreciable Life of Equipment is 07 Years.		
100	<u>Loc. No. 01</u> 5150 Cubic Foot Covered Hopper Railcars		AGPX95000 AGPX95001 AGPX95002 AGPX95003 AGPX95004 AGPX95005 AGPX95006 AGPX95007 AGPX95008 AGPX95009 AGPX95010 AGPX95011 AGPX95012 AGPX95013 AGPX95014 AGPX95015 AGPX95016 AGPX95017 AGPX95018 AGPX95019 AGPX95020 AGPX95021 AGPX95022 AGPX95023 AGPX95024 AGPX95025 AGPX95026 AGPX95027 AGPX95028 AGPX95029 AGPX95030 AGPX95031 AGPX95032

FLEET CREDIT CORPORATION

BY: \_\_\_\_\_

NAME: \_\_\_\_\_

TITLE: \_\_\_\_\_

AG PROCESSING INC A COOPERATIVE

BY: x  \_\_\_\_\_NAME: x K.S. Grubbe \_\_\_\_\_TITLE: x Chief Financial Officer &  
Group Vice President-Finance4 \_\_\_\_\_

**FLEET CREDIT CORPORATION**

Schedule A Equipment  
Page 2

Attached to and made part of the following documents: True Lease Schedule  
No. 32008-01, Acceptance Certificate and UCC-1 Financing Statements

with: AG Processing Inc A Cooperative

QTY.	DESCRIPTION and DEPRECIABLE LIFE	MODEL NO.	RAIL MARKS
			AGPX95033 AGPX95034 AGPX95035 AGPX95036 AGPX95037 AGPX95038 AGPX95039 AGPX95040 AGPX95041 AGPX95042 AGPX95043 AGPX95044 AGPX95045 AGPX95046 AGPX95047 AGPX95048 AGPX95049 AGPX95050 AGPX95051 AGPX95052 AGPX95053 AGPX95054 AGPX95055 AGPX95056 AGPX95057 AGPX95058 AGPX95059 AGPX95060 AGPX95061 AGPX95062 AGPX95063 AGPX95064 AGPX95065 AGPX95066 AGPX95067 AGPX95068

FLEET CREDIT CORPORATION

BY: \_\_\_\_\_

NAME: \_\_\_\_\_

TITLE: \_\_\_\_\_

AG PROCESSING INC A COOPERATIVE

BY: ☒ *[Signature]*

NAME: ☒ R.S. Grubbe

TITLE: ☒ Chief Financial Officer &  
Group Vice President-Finance

**FLEET CREDIT CORPORATION**Schedule A Equipment  
Page 3Attached to and made part of the following documents: True Lease Schedule  
No. 32008-01, Acceptance Certificate and UCC-1 Financing Statementswith: AG Processing Inc A Cooperative

QTY.	DESCRIPTION and DEPRECIABLE LIFE	MODEL NO.	RAIL MARKS
			AGPX95069 AGPX95070 AGPX95071 AGPX95072 AGPX95073 AGPX95074 AGPX95075 AGPX95076 AGPX95077 AGPX95078 AGPX95079 AGPX95080 AGPX95081 AGPX95082 AGPX95083 AGPX95084 AGPX95085 AGPX95086 AGPX95087 AGPX95088 AGPX95089 AGPX95090 AGPX95091 AGPX95092 AGPX95093 AGPX95094 AGPX95095 AGPX95096 AGPX95097 AGPX95098 AGPX95099
	AND ALL STANDARD AND ACCESSORY EQUIPMENT		

**FLEET CREDIT CORPORATION**

BY: \_\_\_\_\_

NAME: \_\_\_\_\_

TITLE: \_\_\_\_\_

**AG PROCESSING INC A COOPERATIVE**BY: ☒ NAME: ☒ K.S. GrubbeTITLE: ☒ Chief Financial Officer &  
Group Vice President-Finance